

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

HYDRO-PHOTON, INC.,
a Maine Corporation,

Plaintiff

v.

MERIDIAN DESIGN, INC., a California
Corporation

Defendant.

Civil Action No. 05011240 GAO

STIPULATION OF DISMISSAL AND ORDER

IT IS HEREBY STIPULATED AND AGREED as follows:

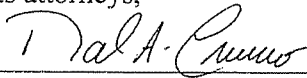
1. All responding parties to the above-captioned action, pursuant to the provisions of Fed. R. Civ. P. 41(a)(1)(ii) and (c), hereby stipulate as follows:
2. Plaintiff, HYDRO-PHOTON, INC. (“Hydro-Photon”), dismisses Count I in the above-captioned action *with* prejudice;
3. Defendant, MERIDIAN DESIGN, INC. (“Meridian Design”), dismisses its counterclaim, Count I and II, in the above-captioned action *without* prejudice;
4. Each party will bear its own costs and attorneys’ fees; and

5. Subject to the approval of this Court, the parties also stipulate and agree that this Court shall retain jurisdiction over the enforcement, interpretation and all disputes arising out of the Settlement Agreement dated as of September 24, 2007, entered into by the parties hereto.

Respectfully submitted,

HYDRO-PHOTON, INC.

By its attorneys,



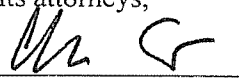
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Respectfully submitted,

MERIDIAN DESIGN, INC.

By its attorneys,



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SO ORDERED.

Dated: _____, 2007

Hon. George A. O'Toole
United States District Judge